

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

IN RE TRICOR DIRECT PURCHASER
ANTITRUST LITIGATION

C.A. No. 05-340 (KAJ)
(Consolidated)

THIS DOCUMENT RELATES TO:

ALL ACTIONS

IN RE TRICOR INDIRECT PURCHASER
ANTITRUST LITIGATION

C.A. No. 05-360 (KAJ)
(Consolidated)

THIS DOCUMENT RELATES TO:

ALL ACTIONS

Direct and Indirect Purchaser Plaintiffs' Federal Rule of Civil Procedure 30(b)(6)
Notice of Video-Tape Deposition of Novopharm, Ltd., Teva Pharmaceuticals USA, Inc. and
Teva Pharmaceutical Industries Ltd.

PLEASE TAKE NOTICE that, pursuant to Rule 30(b)(6) of the Federal Rules of Civil Procedure, Plaintiffs will take the deposition by oral examination of Novopharm Ltd., Teva Pharmaceuticals USA, Inc., and Teva Pharmaceutical Industries Ltd., on September 25, 2006, at Rosenthal, Monhait & Goddess, P.A. 919 Market Street, Suite 1401, Wilmington, DE 19801, or such other location agreed to by counsel. The deposition will be recorded by videotape as well as stenographically before a Notary Public or other officer authorized to administer oaths, and shall continue from day to day until completed, with such adjournments as to time and place as may be necessary.

NOTICE IS HEREBY GIVEN that, pursuant to Fed. R. Civ. P. 30(b)(6), Novopharm, Ltd., Teva Pharmaceuticals USA, Inc. and Teva Pharmaceutical Industries Ltd., are required to designate one or more officers, directors or managing agents, or other persons who consent to testify on their behalf and to give testimony on the topics set forth in Exhibit A hereto, and the person so designated shall be required to testify as to the matters known or reasonably available to the corporation with respect to each topic. You are invited to attend and cross examine.

Dated: September 7, 2006

Respectfully submitted,

/s/ Jeffrey S. Goddess

Jeffrey S. Goddess (Del. Bar No. 630)
Jessica Zeldin (Del. Bar No. 3558)
Rosenthal, Monhait & Goddess, P.A.
919 Market Street, Suite 1401
P.O. Box 1070
Wilmington, DE 19899-1070
jgoddess@rmgglaw.com
jzeldin@rmgglaw.com
(302) 656-4433

/s/ Elizabeth M. McGeever

Elizabeth M. McGeever (Del. Bar No. 2057)
Prickett Jones & Elliott, P.A.
1310 King Street
P.O. Box 1328
Wilmington, DE 19899
emmccgeever@prickett.com
(302) 888-6521
Counsel for Walgreen Co., Eckerd Corporation,
The Kroger Co., Maxi Drug, Inc. d/b/a Brooks
Pharmacy, Albertson's Inc., Safeway, Inc.,
Hy-Vee, Inc., American Sales Company, Inc.
CVS Pharmacy, Inc., Rite Aid Corporation and Rite
Aid Hdqtrs. Corp.

/s/ A. Zachary Naylor

A. Zachary Naylor (Del. Bar No. 4439)

Chimicles & Tikellis LLP

One Rodney Square

P.O. Box 1035

Wilmington, DE 19899

zacharynaylor@chimicles.com

(302) 656-2500

Liaison Counsel for Indirect Purchaser Class

/s/ Jonathan L. Parshall

Jonathan L. Parshall (Del. Bar No. 3247)

Murphy, Spadaro & Landon

1011 Centre Road, Suite 210

Wilmington, DE 19805

jonp@msslaw.com

(302) 472-8100

Attorneys for Pacificare Health Systems, Inc.

DEFINITIONS AND INSTRUCTIONS

1. The term “Novopharm” means Novopharm, Ltd., including all of its parents, subsidiaries, affiliates, divisions, predecessors, successors, and assigns, as well as all officers, directors, employees, agents, consultants, attorneys and all other persons acting or purporting to act on behalf of, or under the control of, Novopharm Ltd.
2. The term “Teva” means Teva Pharmaceuticals, USA Inc., and Teva Pharmaceutical Industries, Ltd., including all of its parents, subsidiaries, affiliates, divisions, predecessors, successors and assigns (including, but not limited to GATE Pharmaceuticals), as well as officers, directors, employees, agents, consultants, attorneys and all other persons acting or purporting to act on behalf of, or under the control of, Teva Pharmaceuticals, USA Inc., and Teva Pharmaceutical Industries, Ltd.
3. The term “Abbott” means Abbott Laboratories including all of its Abbott Laboratories. parents, subsidiaries, affiliates, divisions, predecessors, successors, and assigns, as well as all officers, directors, employees, agents, consultants, attorneys and all other persons acting or purporting to act on behalf of, or under the control of, Abbott Laboratories.
4. The term “Fournier” means Fournier Industrie et Sante, and/or Laboratories Fournier S.A., including all of its parents, subsidiaries, affiliates, divisions, predecessors, successors, and assigns, as well as all officers, directors, employees, agents, consultants, attorneys and all other persons acting or purporting to act on behalf of, or under the control of, Fournier Industrie et Sante, and/or Laboratories Fournier S.A.
5. The term “Teva ANDA’s” means Abbreviated New Drug Application Nos. 75-753 and 76-433.

6. The term “Teva ANDA Products” means any products, whether preliminary or final, manufactured according to the Teva ANDA’s.
7. The term “TriCor” means any pharmaceutical product marketed under the trade name “TriCor®,” at any time.
8. The term “Lofibra” means any pharmaceutical product marketed in the United States under the trade name “Lofibra®,” at any time
9. The term “Generic TriCor” means any prescription drug preparation containing fenofibrate as its sole active ingredient marketed in the United States by or on behalf of Novopharm or Teva under ANDA Nos. 75-753 or 76-433, regardless of trade name.
10. The term “fenofibrate” means any prescription drug preparation containing fenofibrate as its sole active ingredient marketed in the United States.
11. “Formulary” means the comprehensive list(s) of brand name and generic drugs covered under a prescription benefit or other health, welfare or medical plan.
12. “Managed Care Organization” or “MCO” means a type of entity or organization providing managed health care (including prescription benefit services) such as a health maintenance organization (HMO), health care service contractor (HCSC), preferred provider organization (PPO) or similar entity.
13. The term “document” is defined to be synonymous in meaning and equal in scope to the usage of this term in Federal Rule of Civil Procedure 34(a). A draft or non-identical copy is a separate document within the meaning of this term.

EXHIBIT A

Novopharm Ltd., Teva Pharmaceuticals USA, Inc. and Teva Pharmaceutical Industries Ltd., are requested to designate one or more officers, directors or managing agents, or other persons who consent to testify on its behalf who have knowledge of the matters set forth herein.

TOPICS

1. Teva's identification, development, and regulatory approval of its Generic TriCor.
2. Teva's projected and actual scale up, validation, and manufacturing of commercial quantities of its Generic TriCor, including its ability to fill projected and actual market demand.
3. Teva's sales and marketing of Generic TriCor, including the dates on which sales commenced and the marketing strategies considered and employed.
4. The impact of Abbott and Fournier's actions at issue in this litigation on Teva's development, regulatory approval, manufacturing, marketing and sales of its Generic TriCor.
5. The details and timing regarding any information provided by Teva to Abbott and/or Fournier relating to Teva ANDA Nos. 75-753 and 75-433.
6. The details and timing regarding any provision of Teva's Generic TriCor products by Teva to Abbott and/or Fournier for any purpose, including for purposes of allowing Abbott and/or Fournier to examine or test Teva's Generic TriCor products.
7. Any communications between Teva and Abbott/Fournier relating to the provision of information and/or samples by Teva regarding Teva's Generic TriCor products.
8. Teva's decision to market its Generic TriCor product(s) as a branded product(s).

9. The pricing of your Generic TriCor products including, without limitation, any actual, published, potential, or expected prices or other terms for the sale of any of your fenofibrate products to any customer, category of customer, or class of trade, including discounts, rebates, chargebacks, and/or other adjustments to price or quantity and the basis on which same are calculated or determined.
10. Projected or actual effects and/or impact of the entry of any of your Generic TriCor products on: (a) prices charged for Abbott's branded TriCor products; and (b) prices and/or volumes of drugs prescribed for the same uses as TriCor and/or other fenofibrates.
11. Manuals, matrices, policies, guidelines and/or formulas developed to calculate, figure, or otherwise determine price and/or adjustments to the price (or quantity) of your Generic TriCor products for each customer, class of trade, market segment, and/or subgroup thereof.
12. Contracts with wholesalers, pharmacies, and managed care organizations for the sale of your Generic TriCor products.
13. Process(es), method(s), strategies, and/or procedures that you proposed, considered or used for setting or establishing the prices (whether direct or contract, and including rebates, discounts, and/or chargebacks) for any of your Generic TriCor products, whether branded or generic.
14. Actual and or forecasted effects of the market entry and/or delayed market entry of any of your Generic TriCor products on the unit and dollar sales and market share of (a) any TriCor product or products; (b) any fenofibrate product, including your own; and (c) drugs prescribed for the same uses as TriCor and/or other fenofibrates.

15. The impact of selling your Generic TriCor product as a branded product as opposed to a generic on price, costs (including marketing and other associated costs), and sales (in volume and dollars).
16. Pre- and post-market entry marketing and sales strategies regarding your Generic TriCor products.

CERTIFICATE OF SERVICE

I hereby certify that on September 7, 2006 I electronically filed the foregoing document using CM/ECF, which will send notification of such filing to all registered participants, including:

Josy W. Ingersoll, Esquire
John W. Shaw, Esquire
Karen Keller, Esquire
Young Conaway Stargatt & Taylor
The Brandywine Building
1000 West Street, 17th Floor
P. O. Box 391
Wilmington, DE 19899-0391

Mary B. Graham, Esquire
Morris Nichols Arsht & Tunnell
1201 North Market Street
P. O. Box 1347
Wilmington, DE 19899

Frederick L. Cottrell, III, Esquire
Anne Shea Gaza, Esquire
Richards Layton & Finger
One Rodney Square
920 North King Street
Wilmington, DE 19801

Mary B. Matterer, Esquire
Morris James Hitchens & Williams
222 Delaware Avenue
10th Floor
P. O. Box 2306
Wilmington, DE 19899

Pamela S. Tikellis, Esquire
Robert J. Kriner, Jr., Esquire
A. Zachary Naylor, Esquire
Chimicles & Tikellis LLP
One Rodney Square
P. O. Box 1035
Wilmington, DE 19899

Jonathan L. Parshall, Esquire
Murphy Spadaro & Landon
1011 Centre Road
Suite 210
Wilmington, DE 19801

Elizabeth M. McGeever, Esquire
Prickett Jones Elliott, P.A.
1310 King Street
P. O. Box 1328
Wilmington, DE 19899

Michael I. Silverman, Esquire
Lynn A. Iannone, Esquire
Silverman & McDonald
1010 N. Bancroft Parkway #22
Wilmington, DE 19805

Patrick Francis Morris, Esquire
Morris & Morris
1105 North Market Street
Suite 803
Wilmington, DE 19801

I hereby certify that on September 7, 2006 I sent by electronic mail the foregoing document to the following non-registered participants:

REPRESENTING DIRECT PURCHASER CLASS
(C.A. No. 05-340):

Bruce E. Gerstein
bgerstein@garwingerstein.com

Barry S. Taus
btaus@garwingerstein.com

Adam M. Steinfeld
asteinfeld@garwingerstein.com

Rimma Neman
rneman@garwingerstein.com

Daniel Berger
danberger@bm.net

Eric L. Cramer
ecramer@bm.net

Peter Kohn
pkohn@bm.net

Neill W. Clark
nclark@bm.net

Linda P. Nussbaum
lnussbaum@cmht.com

Steig D. Olson
solson@cmht.com

David P. Germaine
dgermaine@daarvanek.com

Joseph Vanek
jvanek@daarvanek.com

Stuart Des Roches
stuart@odrlaw.com

Andrew Kelly
akelly@odrlaw.com

Adelaida Ferchmin
aferchmin@odrlaw.com

David P. Smith
dpsmith@psflp.com

Russell A. Chorush
rchorush@hpcllp.com

Michael F. Heim
mheim@hpcllp.com

REPRESENTING WALGREEN, ECKERD,
KROGER, MAXI, CVS, RITE AID
(C.A. No. 05-340):

Elizabeth M. McGeever
emmccgeever@prickett.com

Scott E. Perwin
sperwin@kennynachwalter.com

Lauren Ravkind
lravkind@kennynachwalter.com

Joseph T. Lukens
jlukens@hangle.com

REPRESENTING PACIFICARE
(C.A. No. 05-340):

Jonathan L. Parshall
jonp@msllaw.com

William Christopher Carmody
bcarmody@susmangodfrey.com

John Turner
jturner@susmangodfrey.com

Shawn Rabin
srabin@susmangodfrey.com

Justin Nelson
jnelson@susmangodfrey.com

Ken Zylstra
kzylstra@sbclasslaw.com

Lyle Stamps
lstamps@sbclasslaw.com

Steve Connolly
sconnolly@sbclasslaw.com

Casey Murphy
cmurphy@sbclasslaw.com

Mark Sandman
mms@rawlingsandassociates.com

Jeffrey Swann
js5@rawlingsandassociates.com

REPRESENTING IMPAX
LABORATORIES (C.A. No. 03-120)

Mary Matterer
mmatterer@morrisjames.com

John C. Vetter
jvetter@kenyon.com

Asim Bhansali
abhansali@kvn.com

REPRESENTING INDIRECT PARTY
PLAINTIFFS (C.A. No. 05-360):

Pamela S. Tikellis
Thomas M. Sobol
Patrick E. Cafferty
Jeffery L. Kodroff

Bernard J. Persky
Michael Gottsch
A. Zachary Naylor
Robert Davis
Brian Clobes
Michael Tarringer
Tim Fraser
David Nalven
Greg Matthews
Christopher McDonald
Kellie Safar
Ted Lieberman
Pat Howard
tricor@chimicles.com

Michael I. Silverman
mike@silverman-mcdonald.psemail.com

Lynn A. Iannone
lynn@silverman-mcdonald.psemail.com

Patrick Francis Morris
pmorris@morrisandmorrislaw.com

REPRESENTING TEVA
PHARMACEUTICALS (C.A. No. 02-1512):

Josy W. Ingersoll
Bruce M. Gagala
Karen E. Keller
Christopher T. Holding
Ken Cohen
Elaine Blais
tricor@ycst.com

REPRESENTING ABBOTT (ALL CASES):

Mary B. Graham
tricor@mnat.com

William F. Cavanaugh
wfcavanaugh@pbwt.com

Chad J. Peterman
cjpeterman@pbwt.com

REPRESENTING FOURNIER (ALL CASES):

Frederick L. Cottrell, III
Anne Shea Gaza
Steven S. Sunshine
Matthew P. Hendrickson
Bradley J. Demuth
Maggie DiMoscato
Timothy C. Bickham
tricolor@rlf.com

/s/ Jeffrey S. Goddess

Jeffrey S. Goddess (Del. Bar No. 630)
Jessica Zeldin (Del. Bar No. 3558)
Rosenthal, Monhait & Goddess, P.A.
Suite 1401, 919 Market Street
P. O. Box 1070
Wilmington, DE 19899-1070
(302) 656-4433
jgoddess@rmgglaw.com
jzeldin@rmgglaw.com